

Division of Corporations

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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

As per Ms. Karon
Beyer, please set
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December 23, 1999.

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(((H99000032862 7)))

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To:


Division of Corporations
Fax Number : (850)922-4003

From:

Account Name : GUNSTER, YOAKLEY, ETAL. (MIAMI OFFICE)
Account Number : 076077002561
Phone : (305)376-6023
Fax Number : (305)376-6010

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Thank you


FOREIGN PROFIT QUALIFICATION

AMTRADE INTERNATIONAL BANK OF GEORGIA

ATTN: DIANE

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DIVISION OF BANKING

850 410 9548 P.02/02



ROBERT F. MILLIGAN
COMPTROLLER OF FLORIDA

OFFICE OF COMPTROLLER
DEPARTMENT OF BANKING AND FINANCE
STATE OF FLORIDA
TALLAHASSEE
32399-0350

F99000006666
December 28, 1999

Paul Bances, Esquire
Gunster, Yoakley, Valdes-Fauli & Stewart, P.A.
Attorneys at Law
One Biscayne Tower
2 South Biscayne Boulevard
Suite 3400
Miami, Florida 33131-1897

Re: "Amtrade Georgia"

Dear Mr. Bances:

Reference is made to your letter/fax dated December 27, requesting approval of the above-referenced name. It is our understanding that "Amtrade International Bank of Florida", has merged into "Amtrade Georgia", a Georgia state-member bank, which will operate a Florida branch, located in Miami, Florida.

As Section 655.922(2)(a), Florida Statutes, exempts a financial institution, holding company or its subsidiaries from the prohibition against using the word "bank", "banker", "banking", "trust company", "savings and loan association", "savings bank", or "credit union" in its corporate name, the Division of Banking will not object to the use of the above referenced corporate names being registered to transact business in the state of Florida.

Sincerely,

Art Simon / YC

Art Simon
Director

:kr
cc: Karon Beyer, Chief
Bureau of Corporate Records
Secretary of State's Office



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 23, 1999

GUNSTER, YOAKLEY, ET AL

SUBJECT: AMTRADE INTERNATIONAL BANK OF GEORGIA
REF: W99000029223

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Written approval and clearance of the terms BANK, BANKER, BANC, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION must be obtained from the Division of Banking and Finance, pursuant to section 655.922(2a), Florida Statutes. The address is:

Division of Banking
Director's Office
101 E. Gaines St.
Fletcher Bldg., 6th Floor.
Tallahassee, FL 32399-0350
(850) 410-9111.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

FAX Aud. #: H99000032862
Letter Number: 999A00059997

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

FAX AUDIT NO.: H99000032862

APPLICATION BY FOREIGN PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN FLORIDA

IN COMPLIANCE WITH SECTION 607.153 FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR
AUTHORIZATION TO CONDUCT ITS AFFAIRS IN THE STATE OF FLORIDA:

1. Amtrade International Bank of Georgia
(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present, "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
2. Georgia
(State or country under the law of which it is incorporated)
3. 58-202-5178
(FEI number, if applicable)
4. March 16, 1993
(Date of Incorporation)
5. perpetual
(Duration: Year corp. will cease to exist or "perpetual")
6. December 24, 1999
(Date corporation first conducted Affairs in Florida - See sections 617.1501, 617.1502, and 617.153, F.S.)
7. One Midtown Plaza, 1360 Peachtree Street, N.E.
Suite 1105 Atlanta, GA 30309
(Current mailing address)
8. Financial Services, Banking
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)
9. Name and street address of Florida registered agent:
Felix J. Alvarez, Esq.
(Name)
777 Brickell Avenue, Suite 1300
(Office address)
Miami, Florida, 33131
(City) (Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other

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TALLAHASSEE, FLORIDA

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official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors: (Street address only- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: Robert Gustafson

Address: 96 Peachtree Circle
Atlanta, GA 30309

Vice Chairman: Gail Wilson

Address: 13 Ramson Court
Smyrna, GA 30080

Director: Eushanna E. Kociglu

Address: 669 Yorkshire Road
Atlanta, GA 30306

Director: Manuel V. Sicre

Address: 111 N.W. 136th Court
Miami, Florida 33182

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: Manuel V. Sicre

Address: 111 N.W. 136th Court
Miami, Florida 33182

Vice President: Michael Driggins

Address: 777 Brickell Avenue, Suite 1300
Miami, Florida 33133

Secretary: José Paríondo

Address: 1735 S.W. 6th Street, Miami, Florida 33135

Treasurer: Ruben L. Verdes

Address: 1506 Genoa Street, Coral Gables, Florida 33165

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

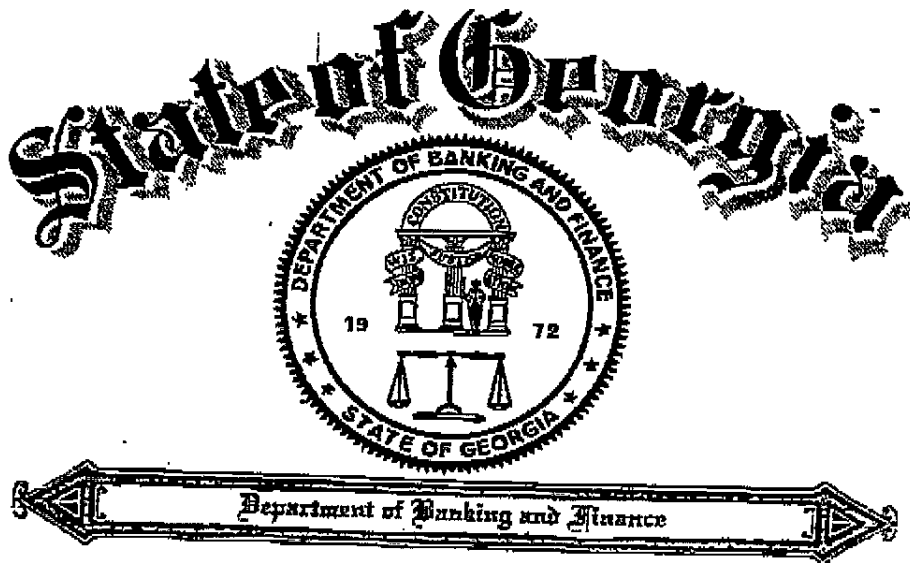
RUBEN L. VERDES

(Typed or printed name and capacity of person signing application)

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This is to certify that

AMTRADE INTERNATIONAL BANK OF GEORGIA

Atlanta, Fulton County, Georgia

is a state-chartered bank operating under Articles of Incorporation (Charter) granted by this State on March 16, 1993, and since amended numerous times by the Secretary of State of Georgia. It is validly existing at the present time and, to the best of our knowledge, its deposits are insured by the Federal Deposit Insurance Corporation.

This the 17th day of December, 1999.

Carol A. Webb

Carol A. Webb
Corporate Manager

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TALLAHASSEE, FLORIDA

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